

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

**In re VIISAGE TECHNOLOGY, INC.
SECURITIES LITIGATION**

Civil Action No. 05-cv-10438-MLW

This Pleading Applies to: All Actions

**ORDER APPROVING
PLAN OF ALLOCATION**

WHEREAS:

A. On August 17, 2007, this Court entered an Order Certifying the Class, Preliminarily Approving Settlement and Providing for Notice (the “Preliminary Approval Order”), preliminarily approving the proposed Settlement, certifying the Class for settlement purposes only, directing individual and publication notice to potential Class members, scheduling a hearing for November 16, 2007 (the “Fairness Hearing”), and providing Class members with an opportunity to object to, *inter alia*, the Plan of Allocation and to be heard concerning such objections;

B. Notice has been provided to the members of the Class in accordance with the Preliminary Approval Order, as evidenced by the Affidavit of Anya Verkhovskaya of A.B. Data, Ltd., dated October 31, 2007;

C. The Notice of Pendency and Proposed Settlement of Class Action, Application for Attorneys’ Fees and Expenses and Fairness Hearing (the “Notice”), disseminated to Class Members in accordance with the Preliminary Approval Order, contained Lead Plaintiffs’ proposed Plan of Allocation for distribution of the Net Settlement Fund to Authorized Claimants;

D. Pursuant to the Preliminary Approval Order and as set forth in the Notice, any objections to the Plan of Allocation were to be filed and served by October 26, 2007; and

E. No objections have been received to the proposed Plan of Allocation within the time frame set by the Court or to date.

NOW, THEREFORE, IT IS HEREBY ORDERED:

1. This Order incorporates by reference the definitions in the Stipulation of Settlement, and all terms used herein shall have the same meanings as set forth in the Stipulation of Settlement.

2. This Court has jurisdiction over the subject matter of the Plan of Allocation of the Net Settlement Fund and all matters relating thereto, including all members of the Class.

3. Due and adequate notice of the Plan of Allocation was directed to all persons who are Class members, advising them of their right to object thereto.

4. The formula for the calculation of the claims which is set forth in the Notice provided to Class members provides a fair and reasonable basis upon which to allocate the Net Settlement Fund among Authorized Claimants.

IT IS SO ORDERED.

Dated: Nov. 16, 2007

/s/ Mark L. Wolf

HON. MARK L. WOLF
UNITED STATES DISTRICT JUDGE